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Attorneys for Debtors
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
-----X	

**QUARTERLY REPORT PURSUANT TO ORDER PURSUANT TO
SECTION 105(a) OF THE BANKRUPTCY CODE AND BANKRUPTCY
RULE 9019 AUTHORIZING THE ESTABLISHMENT OF PROCEDURES
FOR THE DEBTORS TO COMPROMISE AND SETTLE CLAIMS IN RESPECT
OF THE ORIGATION OR PURCHASE OF RESIDENTIAL MORTGAGE LOANS**

Pursuant to the Order pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 9019 Authorizing the Establishment of Procedures for the Debtors to Compromise and Settle Claims in Respect of the Origination or Purchase of Residential Mortgage Loans, entered on August 5, 2009 (the “Order”),¹ the Court granted Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases (together, the “Debtors”) authority to compromise and settle Repurchase and Indemnification Claims held by the Debtors related to the origination or purchase of Residential Mortgage Loans in accordance with the procedures set forth in the Order.

¹ All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Order.

As required by the Order, the Debtors hereby file the quarterly report, which is attached hereto as Exhibit A, of all transactions entered into under the authority of the Order for the period from August 1, 2011 to and including October 31, 2011.

Dated: December 22, 2011
New York, New York

/s/ Jacqueline Marcus
Jacqueline Marcus

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Exhibit A

Agreements Entered Into by the Debtors to Settle or Compromise Repurchase or Indemnification Claims	
Parties	Date
Lincoln Mortgage Company	October 23, 2011
NFM, Inc.	October 4, 2011
1 st Advantage Mortgage, LLC	October 4, 2011
Bank of England	August 29, 2011